

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 2097, 2098, 2099, 2100 & 2101

**CERTIFICATION OF COUNSEL REGARDING OMNIBUS ORDER
(I) AUTHORIZING THE DEBTORS TO (A) REJECT CERTAIN UNEXPIRED LEASES
EFFECTIVE AS OF FEBRUARY 28, 2025 AND (B) ABANDON CERTAIN PERSONAL
PROPERTY AND (II) GRANTING RELATED RELIEF**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On October 9, 2024, the Court entered an *Order (I) Authorizing Debtors to Reject Certain Unexpired Leases of Nonresidential Real Property and (II) Authorizing and Establishing Procedures to Reject Executory Contracts and Unexpired Leases* (D.I. 461) (the “**Lease Rejection Procedures Order**”).

2. Pursuant to the Lease Rejection Procedures Order, on February 26, 2025, the Debtors filed the *Thirteenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases (and the Abandonment of Property)* (D.I. 2097) (the “**Thirteenth Rejection Notice**”), the *Fourteenth Notice of Rejection of Certain Executory Contracts and/or Unexpired*

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

Leases (and the Abandonment of Property) (D.I. 2098) (the “**Fourteenth Rejection Notice**”), the *Fifteenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases (and the Abandonment of Property)* (D.I. 2099) (the “**Fifteenth Rejection Notice**”) and the *Sixteenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases (and the Abandonment of Property)* (D.I. 2100) (the “**Sixteenth Rejection Notice**”) and the *Seventeenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases (and the Abandonment of Property)* (D.I. 2101) (the “**Seventeenth Rejection Notice**”) and, together with the Thirteenth, Fourteenth, Fifteenth and Sixteenth Rejection Notices, the “**Rejection Notices**”).

3. The deadline to object to each of the Rejection Notices was March 10, 2025, at 4:00 p.m. (ET). The Debtors extended the objection deadlines for the lease for the store located in Wappingers Falls, NY (Store #1396 and subject to the Fourteenth Rejection Notice) and the lease for the store located in Newburgh, NY (Store #5492 and subject to the Fifteenth Rejection Notice) until March 11, 2025, at 4:00pm ET. The Debtors have since reached agreement with counsel for the Wappingers Falls and Newburgh leases and counsel has reviewed the proposed rejection order and consents to its entry.

4. Prior to the objection deadline, landlords for the leases for the stores located in Tampa, Florida (Store #547) and Greer, South Carolina (Store #5407) filed objections to the Sixteenth and Thirteenth Rejection Notices, respectively (D.I.s 2192 & 2193). The landlord for the store located in Fort Lauderdale, Florida (Store #553) made informal comments. The Debtors have removed the leases associated with Stores #547, #5407 and #553 from the schedule of rejected leases, without prejudice, and the objections and comments are therefore moot.

5. In the filings of the Rejection Notices, the schedule of personal property to be abandoned was inadvertently omitted. The schedule of such personal property has remained the same for all notices of rejection for non-residential real property leases that the Debtors have abandoned in these cases and the Debtors submit that parties were on adequate notice of the Debtors' intention to abandon all personal property remaining on the Lease locations subject to the Rejection Notices despite the omittance of the schedule.

6. Attached hereto as **Exhibit A** is a proposed form of omnibus order and revised schedule (which includes personal property to be abandoned) approving the Rejection Notices and authorizing the Debtors to reject certain unexpired leases effective as of February 28, 2025.

[Remainder of Page Intentionally Left Blank]

WHEREFORE, the Debtors respectfully request that the Court enter the order attached hereto as **Exhibit A** at its earliest convenience.

Dated: March 14, 2025
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Daniel B. Butz

Robert J. Dehney, Sr. (No. 3578)
Andrew R. Remming (No. 5120)
Daniel B. Butz (No. 4227)
Tamara K. Mann (No. 5643)
Sophie Rogers Churchill (No. 6905)
1201 N. Market Street, 16th Floor
Wilmington, DE 19801
Tel: (302) 658-9200
rdehney@morrisnichols.com
aremming@morrisnichols.com
dbutz@morrisnichols.com
tmann@morrisnichols.com
srchurchill@morrisnichols.com

-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (admitted *pro hac vice*)
Adam L. Shpeen (admitted *pro hac vice*) Stephen
D. Piraino (admitted *pro hac vice*) Jonah A.
Peppiatt (admitted *pro hac vice*)
Ethan Stern (admitted *pro hac vice*)
450 Lexington Avenue
New York, NY 10017
Tel.: (212) 450-4000
brian.resnick@davispolk.com
adam.shpeen@davispolk.com
stephen.piraino@davispolk.com
jonah.peppiatt@davispolk.com
ethan.stern@davispolk.com

Counsel to the Debtors and Debtors in Possession